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17 UNITED STATES DISTRICT COURT  
18 DISTRICT OF NEVADA

19  
20 Cung Le, Nathan Quarry, Jon Fitch, Brandon  
21 Vera, Luis Javier Vazquez, and Kyle  
Kingsbury on behalf of themselves and all  
others similarly situated,

22 Plaintiffs,

23 v.

24 Zuffa, LLC, d/b/a Ultimate Fighting  
25 Championship and UFC,

26 Defendant.

Case No.: 2:15-cv-01045-RFB-(PAL)

**ZUFFA, LLC'S MOTION TO  
SEAL PORTIONS OF  
PLAINTIFFS' REPLY IN  
SUPPORT OF THEIR MOTION  
TO CHALLENGE ATTORNEY-  
CLIENT PRIVILEGE (ECF NO.  
336) AND RELATED EXHIBITS**

Pursuant to the Stipulated Protective Order governing confidentiality of documents entered by the Court on February 10, 2016, ECF No. 217 (“Protective Order”) and Rule 26(c) of the Federal Rules of Civil Procedure, Defendant Zuffa, LLC (“Zuffa”) respectfully requests that the Court order the Clerk of the Court to file under seal Exhibits 1-4 to the Declaration Of Kevin E. Rayhill in Support Of Plaintiffs’ Reply in Support Of Their Motion To Challenge Attorney-Client Privilege (“Rayhill Reply Declaration”) (ECF Nos. 336-1, 336-2, 336-3, and 336-4) and portions of Plaintiffs’ Reply in Support Of Their Motion to Challenge Attorney-Client Privilege (“Plaintiffs’ Reply”) (ECF No. 336) that have already been publicly redacted. This motion is accompanied by the Declaration of Stacey K. Grigsby in Support of Zuffa, LLC’s Motion To Seal Portions Of Plaintiffs’ Reply in Support Of Their Motion To Challenge Attorney-Client Privilege (ECF No. 336) And Related Exhibits (“Grigsby Sealing Declaration”).

The Protective Order in this case provides for the filing of documents under seal where portions or the entirety of the document contain Confidential or Highly Confidential Information. ECF No. 217, ¶ 14.3. Plaintiffs’ Reply includes, makes reference to, and discusses quoted sections from four exhibits that contain confidential information regarding Zuffa’s decision-making and business strategies and its internal business operations. In addition, Plaintiffs’ Reply makes reference to and describes, in detail, certain confidential and attorney-client privileged documents Zuffa has already moved to seal (ECF No. 324).

Although Zuffa recognizes the importance of access to public documents, the presumption of public access to court filings may be overcome by a showing of good cause under Rule 26(c) for sealing requests that do not relate to dispositive motions. *See Pintos v. Pacific Creditors Ass’n*, 605 F.3d 665, 678 (9th Cir. 2010); *Kamakana v. City and County of Honolulu*, 447 F.3d 1172, 1179 (9th Cir. 2006). The Court has “broad latitude” under Rule 26(c) “to prevent disclosure of materials for many types of information, including, but not limited to, trade secrets or other confidential research, development, or commercial information.” *Phillips v. General Motors Corp.*, 307 F.3d 1206, 1211 (9th Cir. 2002) (citations omitted). In light of the public interest issues, Zuffa has narrowly tailored its request by only seeking to seal exhibits and the portions of Plaintiffs’ motion that contain Zuffa’s highly confidential and sensitive information.

1 Accordingly, Zuffa's request to seal is narrowly tailored. A "particularized showing under the  
 2 good cause standard of Rule 26(c) will suffice to warrant preserving the secrecy of sealed  
 3 discovery material attached to non-dispositive motions." *Kamakana*, 447 F.3d at 1180 (citations  
 4 and internal quotation marks omitted).

5 As Zuffa argued in its May 13, 2016, December 19, 2016, and January 3, 2017 motions to  
 6 seal (ECF No. 257, ECF No. 324, and ECF No. 330), there is good cause to seal documents  
 7 containing confidential business assessments and strategy, information and communications  
 8 containing financial terms, incentives and negotiations over contract terms where such  
 9 information could cause competitive harm if disclosed publicly. *See Selling Source, LLC v. Red*  
 10 *River Ventures, LLC*, No. 2:09-cv-01491-JCM-GWF, 2011 WL 1630338, at \*2 (D. Nev. Apr. 29,  
 11 2011) (finding good cause to seal information regarding finances, contractual agreements and  
 12 information regarding particular arrangements with customers); *Aevoe Corp. v. AE Tech. Co.*, No.  
 13 2:12-cv-00053-GMN-NJK, 2013 WL 2302310, at \*2 (D. Nev. May 24, 2013) (finding good  
 14 cause to seal financial information and business strategies); *Rainbow Bus. Solutions v. Merch.*  
 15 *Servs.*, 2013 U.S. Dist. LEXIS 67190, at \*9 (N.D. Cal. May 10, 2013) (finding compelling  
 16 reasons to seal "particular information about the party's contractual agreements . . . the public  
 17 disclosure of which would impede its ability to negotiate with business partners and to stay  
 18 competitive in the marketplace"). This good cause is present as to negotiations with athletes and  
 19 with potential and existing sponsors and licensees.

20 Specifically, Zuffa seeks to seal Exhibit 1 to the Rayhill Reply Declaration, which bears  
 21 Bates number ZFL-1006013. Exhibit 1 contains highly confidential negotiations between Zuffa  
 22 and an athlete, including detailed proposed financial terms and other confidential information.  
 23 Zuffa considers the type of information contained in Exhibit 1 highly confidential and sensitive.  
 24 Public disclosure of this information would provide competitors with unfair and damaging  
 25 insights into Zuffa's business practices. *See Grigsby Sealing Decl.* ¶ 8.

26 Zuffa also seeks to seal Exhibit 2 to the Rayhill Reply Declaration, which bears Bates  
 27 number ZFL-0989346. Like Exhibit 1, Exhibit 2 contains highly confidential negotiations  
 28 between Zuffa and an athlete, including detailed financial terms and other confidential

1 information. Exhibit 2 also contains highly confidential internal Zuffa discussions regarding  
2 Zuffa's negotiating strategy vis-à-vis this athlete. Zuffa considers the type of information  
3 contained in Exhibit 2 highly confidential and sensitive. Public disclosure of this information  
4 would provide competitors with unfair and damaging insights into Zuffa's business practices. *See*  
5 Grigsby Sealing Decl. ¶ 8.

6 Zuffa also seeks to seal Exhibits 3 and 4 to the Rayhill Reply Declaration, which bear  
7 Bates numbers ZUF-00157681 and ZFL-1845373. Exhibits 3 and 4 contain highly confidential  
8 and sensitive information regarding ongoing negotiations, strategies, and proposed terms related  
9 to potential and existing Zuffa sponsors and licensees. Zuffa considers the types of information  
10 contained in Exhibits 3 and 4 highly confidential and sensitive. Public disclosure of this  
11 information would provide competitors with unfair and damaging insights into Zuffa's business  
12 practices. *See* Grigsby Sealing Decl. ¶ 9.

13 Finally, Zuffa seeks to seal the portions of Plaintiffs' Reply that have already been  
14 redacted (ECF No. 334). These portions of Plaintiffs' Reply reference, discuss, and quote from  
15 the confidential documents discussed above. In addition, certain portions of Plaintiffs' Reply  
16 reference, discuss, and quote from documents that Zuffa has already moved to seal in its  
17 December 19, 2016 and January 3, 2017 motions to seal (ECF No. 324 and ECF No. 330). For  
18 the reasons discussed in those motions and incorporated here by reference, Zuffa believes that  
19 good cause exists to seal the portions of Plaintiffs' Reply that reference, discuss, and quote from  
20 the documents in those motions that Zuffa has already moved to seal.

21 Zuffa respectfully requests that that Exhibits 1-4 to the Rayhill Reply Declaration and the  
22 portions of Plaintiffs' Reply that have already been redacted publicly be permitted to be filed  
23 under seal.

1 Dated: January 17, 2017

BOIES, SCHILLER & FLEXNER LLP

2  
3 By: /s/ Stacey K. Grigsby

4 Stacey K. Grigsby

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**CERTIFICATE OF SERVICE**

The undersigned hereby certifies that the foregoing **Zuffa, LLC's Motion To Seal Portions Of Plaintiffs' Reply in Support Of Their Motion To Challenge Attorney-Client Privilege (ECF No. 336) And Related Exhibits** was served on January 17, 2017 via the Court's CM/ECF electronic filing system addressed to all parties on the e-service list.

/s/ Michael Kim

**Michael Kim**, an Employee of Boies,  
Schiller & Flexner LLP